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ARTICLES OF INCORPORATION
AND
BY-LAWS
OF THE
CALIFORNIA

State Geological Society.

INCORPORATED DECEMBER 30TH, 1876.

SAN FRANCISCO:

WETA CALIFORNIA PRINTING HOUSE, 529 CALIFORNIA STREET.

1877.

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ARTICLES OF INCORPORATION
OF THE
CALIFORNIA STATE GEOLOGICAL SOCIETY.

Know all Men by these Presents: That we, the undersigned, have this day associated ourselves together for the purpose of incorporating under the laws of the State of California, a Corporation to be known by the corporate name of the

"California State Geological Society."

And we hereby Certify, that the objects for which this Corporation is formed, are:

To make a PACIFIC COAST GEOLOGICAL COLLECTION, to be offered *gratis* to the State of California, upon such conditions as the Society may determine; and to encourage the study of GEOLOGY in all its branches.

That its principal place of business shall be in the City and County of San Francisco, State of California.

That the time of its existence shall be FIFTY years, from and after the date of its incorporation.

That the number of its DIRECTORS shall be THREE. And that the names of those who shall be Directors, and serve as such officers until the election of their successors, and their qualification, are:

Name.	Residence.
HENRY G. HANKS,	SAN FRANCISCO.
H. A. COBB,	SAN FRANCISCO.
S. HEYDENFELDT, JR.,	SAN FRANCISCO.

That the said Henry G. Hanks, H. A. Cobb and S. Heydenfeldt, Jr., were duly elected Directors of said Society, at a meeting held for that purpose, as appears from the duly verified *Certificate* attached hereto, marked "*Exhibit A*" and hereby made a part of these *Articles*.

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The said Society shall have no Capital Stock.

That the number of its members shall be limited to TEN; a majority of whom shall be residents of the City and County of San Francisco, State of California.

HENRY G. HANKS, [L. S.]

H. A. COBB, [L. S.]

FERDINAND VASSAULT, [L. S.]

S. HEYDENFELDT, JR. [L. S.]

JOS. ROBERTS, JR. [L. S.]

STATE OF CALIFORNIA,
City and County of San Francisco, } ss.

On the twenty-seventh day of December, A. D. one thousand eight hundred and seventy-six, before me, F. O. Wegener, a Notary Public in and for the said city and county, resident therein, duly commissioned and sworn, personally appeared Henry G. Hanks, H. A. Cobb, Ferdinand Vassault, S. Heydenfeldt, Jr., and Jos. Roberts, Jr., known to me to be the persons described in, whose names are subscribed to and who executed the within instrument, and they severally acknowledged to me that they executed the same.

In witness whereof, I have hereunto set my hand and affixed my official seal, at my office in the City and County of San Francisco, the day and year last above written.

[L. S.]

F. O. WEGENER,

Notary Public.

“Exhibit A.” * * * * *

STATE OF CALIFORNIA,
DEPARTMENT OF STATE,

SACRAMENTO, December 30th, 1876.

I, Thomas Beck, Secretary of State of the State of California, do hereby certify that a copy of ARTICLES OF INCORPORATION, duly certified by the County Clerk of San Francisco Connty, was filed in this office on the thirteenth day of December, A. D. 1876, containing the following statement of facts.

1. That the name of the Corporation is the “CALIFORNIA STATE GEOLOGICAL SOCIETY.”

2. That the purposes for which it is formed, are to make a PACIFIC COAST GEOLOGICAL COLLECTION, to be offered *gratis* to the State of California, upon such conditions as the Society shall determine; and to encourage the study of GEOLOGY in all its branches.

3. The place where its principal business is to be transacted, is the City and County of San Francisco.

4. The term for which it is to exist is FIFTY years.

5. The number of its Directors is THREE.

And the names and residence of those who are to act as Directors, and serve as such officers until the election of their successors and their qualification, are:

Henry G. Hanks; residence, San Francisco.

H. A. Cobb; residence, San Francisco.

S. Heydenfeldt, Jr.; residence, San Francisco.

Witness my hand and the Great Seal of State, at office in
Sacramento, California, the thirtieth day of December,
A. D. 1876.

[L. s.]

THOMAS BECK, Secretary of State.

By WM. A. BECK, Deputy.

BY-LAWS
OF THE
California State Geological Society.

ARTICLE I.

NAME.

The Society shall be known as the "California State Geological Society."

ARTICLE II.

OBJECTS.

The objects of the Society are:

1. To make a Pacific Coast Geological Collection, to be offered to the State of California *gratis*, upon such terms and conditions as the Society may determine, and as may be agreed upon.
2. To encourage the study of Geology in all its branches.

ARTICLE III.

CONDITIONS.

Among the conditions which shall be required by the Society before such collection mentioned in the preceeding Article shall be presented to the State of California, are the following:

The State of California shall provide suitable rooms where the collection may be kept, and shall provide cases to contain the same.

The collection shall remain in the City and County of San Francisco, and shall not be removed therefrom.

It shall always be open to the inspection of the public free of charge, during seasonable hours.

ARTICLE IV.

NUMBER OF MEMBERS.

The number of members shall be limited to *ten*, a majority of whom

shall be residents of the City and County of San Francisco, State of California.

ARTICLE V.

CORPORATE POWERS.

The corporate powers of this Society shall be vested in a Board of Three Directors, who shall be duly elected members of the Society.

ARTICLE VI.

OFFICERS.

The officers of this Society shall consist of a President, Vice-President, Secretary, Corresponding Secretary and Treasurer, and such other officers as shall be designated and elected by the Board of Directors. The President and Vice-President shall be elected from the members of the Society, in the manner hereinafter prescribed.

ARTICLE VII.

ELECTION OF DIRECTORS.

The Directors shall be elected by ballot at the annual meeting of the members to serve for one year.

Their term of office shall begin immediately after the election.

ARTICLE VIII.

VACANCIES.

Vacancies in the Board of Directors shall be filled by the members of the Society at any regular meeting of the members, or at any meeting of the members called for that purpose.

ARTICLE IX.

POWER OF DIRECTORS.

The Directors shall have power :

To call special meetings of the members, when they deem it necessary, giving such notice as the exigency of the case will admit.

To appoint and remove at pleasure, all officers, agents and employees of the Society, prescribe their duties, and fix their compensation.

To conduct, manage and control the affairs and business of the Society, and to make rules and regulations not inconsistent with the laws of the State of California, or the By-Laws of this Society, for the guidance of the officers and the management of the affairs of the Society.

ARTICLE X.

DUTIES OF DIRECTORS.

It shall be the duty of the Directors :

To cause to be kept a complete record of all their minutes and acts, and of the business proceedings of the members, and present at the regular annual meeting of the members a full statement, showing in detail, the condition of the affairs of the Society.

To supervise all the officers, and see that their duties are performed and discharged.

To prescribe the order of business at all meetings of members.

ARTICLE XI.

PRESIDENT.

The Board of Directors shall elect one of their number President, who shall be, *ex-officio*, Treasurer of the Society; and another, Vice-President.

In case of the death, disability or permanent absence of the President, the vacancy shall be filled by the Board.

The President shall preside at all meetings of the Directors and of the members. .

He shall sign, as President, all contracts and other instruments in writing, which have been first approved by the Board of Directors, and affix the corporate seal to all instruments requiring a seal.

He shall sign all checks or warrants.

He shall call the Directors together whenever he deems it necessary, and shall have—subject to the advice of the Directors—direction of the affairs of the Society.

In case of temporary absence of the President, the Vice-President shall act as President and discharge all the duties of that office.

ARTICLE XII.**SECRETARIES.**

The Board of Directors shall elect a Secretary and Corresponding Secretary.

It shall be the duty of the Secretary, to keep a record of the proceedings of the Board of Directors and of the members.

He shall keep such books as the Board of Directors shall direct.

The Corresponding Secretary shall perform such duties as may be required by the Board of Directors.

ARTICLE XIII.**ELECTION OF MEMBERS.**

Election of members shall be by ballot at any meeting of the members, and no person shall be elected a member unless he shall receive the vote of six members of the Society.

ARTICLE XIV.**ASSOCIATE MEMBERS.**

Associate members may be elected by the vote of six members of the Society.

Such associate members shall not be entitled to any voice in the management of the business or affairs of the Society.

They shall not be entitled to any vote, or hold office.

They shall be entitled to attend all regular meetings of the members except the regular annual meeting, and they shall be entitled to all the privileges of the Society, except those from which the Board of Directors may prohibit them.

Associate members shall be elected in the same manner provided for the election of the regular members.

ARTICLE XV.**VOTING.**

Each regular member shall be entitled to one vote. No proxies shall be allowed.

ARTICLE XVI.**MEETINGS.**

1. The annual meeting of the members shall be held on the first Monday in December of each year, at the rooms of the Society, at four o'clock, P. M.

2. Regular meetings of the members shall be held at the rooms of the Society on the first and third Tuesday of each and every month, at four o'clock, P. M.

3. Regular monthly meetings of the Board of Directors shall be held on the first Tuesday of each and every month at the rooms of the Society, at five o'clock, P. M.

4. All the foregoing meetings shall be held without further notice than the operation of this By-Law.

5. Other meetings may be held at such times and places as the members shall by vote determine, and such meetings shall be deemed regular meetings of the Society.

ARTICLE XVII.**QUORUM.**

Six members shall constitute a quorum, the unanimous vote of whom shall be necessary to transact corporate business.

ARTICLE XVIII.**BY-LAWS.**

The By-Laws of this Society may be altered or amended at any meeting of the members, by the affirmative vote of six members, except Articles 2, 3, 4 and 14 of these By-Laws, which cannot be altered or amended except by the unanimous vote of those composing the members of this Society.

ARTICLE XIX.**FINES.**

The President may impose a fine upon any member for non-attendance, or for misconduct, such fine not to exceed the sum of \$5; such fine may, by a vote of six members of the Society, be increased to a sum not exceeding \$25.

Any member failing to pay any fine for the period of ten days after notice, shall be suspended from his rights as a member of the Society until the same shall be paid.

Any fine imposed may be remitted by a vote of six members, or by the Board of Directors.

ARTICLE XX.

The Board of Directors may require the regular members, and all associate members to pay dues monthly, not exceeding the sum of \$5.

Any member failing to pay the same may be suspended by the Board of Directors at any meeting, held ten days after such dues are made payable.

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